

Details of Subscription Method for Additional Trust Units in the Fourth Capital Increase

Part 1: Information of the allotment of additional Trust Units in the fourth capital increase

1. **Date and number of the Board of Directors' meeting which resolved to approve the allocation of additional Trust Units in the fourth capital increase**

Board of Directors' Meeting No. 4/2024, held on 13 May 2024.

2. **Details of the allocation of additional Trust Units in the fourth capital increase**

Type of Trust Unit : Non-redeemable Trust Unit

Existing paid-up registered capital : THB 8,410,939,862.64

Paid-up registered capital to be increased : Not exceeding THB 720,654,000

Amount of Trust Units to be issued and offered for sale : Not exceeding 109,190,000 units

Maximum offering price per unit : THB 6.60

Paid-up registered capital to be increased and allocated to the existing Trust Unitholders : Not exceeding THB 720,654,000

Amount of Trust Units to be issued and offered for sale, and be allocated to the existing Trust Unitholders : Not exceeding 109,190,000 units

Allocation Method : The REIT Manager will allocate the additional Trust Units in the fourth capital increase at the amount of not exceeding 109,190,000 Trust Units as follow:

First Portion: Offered to the existing Trust Unitholders whose names appear in the register book of Trust Unitholders in accordance with the trust unitholding ratio. However, the additional Trust Units will not be allocated to unitholders whose allocation may render WHAIR subject to duties under any foreign law

This offer for sale is to grant subscription right to the existing Trust Unitholders whose names appear in the register book of Trust Unitholders on 5 November

2024 in accordance with their respective trust unitholding percentage at the ratio of 1 existing Trust Unit to 0.1149 newly issued Trust Units, without allocation to Trust Unitholders whose allocation may render WHAIR subject to duties under any foreign law. The nationalities of non-Thai existing Trust Unitholders which the REIT Manager will take into consideration not offering the Trust Units for sale in accordance with the aforementioned criteria are as appeared in **Enclosure 7.**

In the event that the above allocation according to the prescribed ratio results in any existing Trust Unitholders having the rights to subscribe for a fraction of a Trust Unit that cannot be allocated as a full Trust Unit, such a fraction of a Trust Unit shall be rounded down to the nearest whole number. The existing Trust Unitholders may declare their intention to subscribe for the amount of the additional Trust Units offered for sale in this time at the amount they are entitled to be allocated, more than the amount they are entitled to be allocated, less than the amount they are entitled to be allocated, or they may waive their rights to subscribe for additional Trust Units offered for sale in this time.

After the allocation of additional Trust Units in the First Portion to the existing Trust Unitholders, the REIT Manager reserves the right to allocate the remaining additional Trust Units to the existing Trust Unitholders who have declared their intention to subscribe for the additional Trust Units in excess of the amount they are entitled, as it deems appropriate, at the same time or after the allocation of Trust Units in the Second Portion or none.

Second Portion: Offered the outstanding additional Trust Units after the offering for sale in the First Portion to (1) persons on a private placement basis, and/or (2) the public offering, as the REIT Manager deems appropriate, pursuant to the Notification No. TorThor. 27/2559 Re: Rules, Conditions, and Procedures for Securities Underwriting, and any other related notifications

Allocation of the remaining Trust Units after the offering for sale in the First Portion to (1) persons on a private placement basis, and/or (2) the public offering, as the REIT Manager deems appropriate, pursuant to the Notification of the Capital Market Supervisory Board

No. TorThor. 27/2559 Re: Rules, Conditions, and Procedures for Securities Underwriting, and any other related notifications, at the same offering price as which are under the First Portion.

In the event that there are outstanding Trust Units after the offering for sale through a private placement and/or a public offering, the REIT Manager reserves the right, as it deems appropriate, to allocate the remaining Trust Units after the allotment to the subscribers who are entitled to subscribe for the Trust Units in the First Portion and have declared their intention to subscribe for the additional Trust Units in excess of the amount to which they are entitled, as it deems appropriate, at the same time or after the allocation of Trust Units in the Second Portion or none. In addition, in the event that the allocation of this additional Trust Units results in any existing Trust Unitholders in the First Portion having the right to subscribe for a fraction of a Trust Unit that cannot be allocated as a full Trust Unit, such a fraction of a Trust Unit shall be rounded down to the nearest whole number.

3. Underwriter

3.1 Lead underwriter

Kasikornbank Public Company Limited

400/22 Kasikornbank Building,

Phahol Yothin Road,

Sam Sen Nai Subdistrict, Phaya Thai District, Bangkok 10400

Tel: 02 888 8888

4. Subscription and payment period for the capital increase Trust Units

4.1 Details of subscription period, subscription place and payment method for the capital increase units:

Type of Investors	Subscription Price	Channels for Subscription, and Subscription Period	Payment Method
First Portion: Offered to the existing Trust Unitholders whose names appear in the register book of the Trust Unitholders in accordance with the trust unitholding ratio.			
Individuals and juristic persons	Subscribe at the maximum offering price, which is THB 6.60 per unit	Subscription can be made at the offices and branches of the lead underwriter, together with the online channel of the lead	- If the subscription is made between 18 November 2024 and 12.00 hrs. of 21 November 2024, the subscription

Type of Investors	Subscription Price	Channels for Subscription, and Subscription Period	Payment Method
		<p>underwriter and the telephone system of the lead underwriter, during 18 November 2024 to 21 November 2024 from 9.00-16.00 hrs. or the business hours of the offices and branches of the lead underwriter and 22 November 2024 from 9.00 hrs. or the business hours of the offices and branches of the lead underwriter until 15.00 hrs.</p>	<p>payment can be made:</p> <p>(1) by cash, wire transfer, or money transfer via the BAHTNET system; or</p> <p>(2) by cheques, cashier's cheques, or drafts</p> <p>- If the subscription is made after 12.00 hrs. of 21 November 2024, the subscription must be made by cash, wire transfer or money transfer via the BAHTNET system only.</p>
<p>Institutional investor who has not submitted bookbuilding form</p>	<p>Subscribe at the maximum offering price, which is THB 6.60 per unit</p>	<p>Subscription can be made only at the offices of the lead underwriter during 18 November 2024 to 21 November 2024 from 9.00-16.00 hrs. and 22 November 2024 from 9.00 - 15.00 hrs.</p>	<p>- If the subscription is made between 18 November 2024 and 12.00 hrs. of 21 November 2024, the subscription payment can be made:</p> <p>(1) by cash, wire transfer, or money transfer via the BAHTNET system; or</p> <p>(2) by cheques, cashier's cheques, or drafts</p> <p>- If the subscription is made after 12.00 hrs. of 21 November 2024, the</p>

Type of Investors	Subscription Price	Channels for Subscription, and Subscription Period	Payment Method
			subscription must be made by cash, wire transfer or money transfer via the BAHTNET system only.
Institutional investor who has submitted bookbuilding form	Subscribe at the final offering price	Subscription can be made only at the offices of the lead underwriter during 26 November 2024 to 28 November 2024 from 9.00-16.00 hrs.	<ul style="list-style-type: none"> - If the subscription is made between 26 November 2024 and 12.00 hrs. of 27 November 2024, the subscription payment can be made: <ul style="list-style-type: none"> (1) by cash, wire transfer, or money transfer via the BAHTNET system; or (2) by cheques, cashier's cheques, or drafts - If the subscription is made after 12.00 hrs. of 27 November 2024, the subscription must be made by cash, wire transfer or money transfer via the BAHTNET system only.
<u>Second Portion:</u> Offered the outstanding additional Trust Units after the offering for sale in the First Portion to (1) persons on a private placement basis, and/or (2) the public offering			
Institutional investors	Subscribe at the final offering price	Subscription can be made only at the offices of the lead underwriter during 26 November 2024 to 28 November 2024 from 9.00-16.00 hrs.	<ul style="list-style-type: none"> - If the subscription is made between 26 November 2024 and 12.00 hrs. of 27 November 2024, the subscription

Type of Investors	Subscription Price	Channels for Subscription, and Subscription Period	Payment Method
			payment can be made: (1) by cash, wire transfer, or money transfer via the BAHTNET system; or (2) by cheques, cashier's cheques, or drafts - If the subscription is made after 12.00 hrs. of 27 November 2024, the subscription must be made by cash, wire transfer or money transfer via the BAHTNET system only.
Persons under the discretion of the lead underwriter	Subscribe at the final offering price	Subscription can be made at the offices and branches of the underwriters, together with the online channel of the lead underwriter and the telephone system of lead underwriter, during 26 November 2024 to 28 November 2024 from 9.00-16.00 hrs. or the business hours of the offices and branches of the lead underwriter.	- If the subscription is made between 26 November 2024 and 12.00 hrs. of 27 November 2024, the subscription payment can be made: (1) by cash, wire transfer, or money transfer via the BAHTNET system; or (2) by transfer through Automatic Transfer System (ATS) or by debiting securities trading account of the

Type of Investors	Subscription Price	Channels for Subscription, and Subscription Period	Payment Method
			<p>subscriber (only in the case of subscription with the underwriter that accept payment by such system. This can be done only for the subscriber, who has opened a securities trading account with the underwriter, who have made a request to transfer money to pay for the obligation automatically and such system is effective on the date of subscription) or</p> <p>(3) by cheques, cashier's cheques, or drafts</p> <p>- If the subscription is made after 12.00 hrs. of 27 November 2024, the subscription can be made, as follow:</p> <p>(1) by cash, wire transfer, or money transfer via the BAHTNET system; or</p> <p>(2) by transfer through Automatic Transfer System</p>

Type of Investors	Subscription Price	Channels for Subscription, and Subscription Period	Payment Method
			(ATS) or by debiting securities trading account of the subscriber (only in the case of subscription with the underwriter that accept payment by such system. This can be done only for the subscriber, who has opened a securities trading account with the underwriter, who have made a request to transfer money to pay for the obligation automatically and such system is effective on the date of subscription).

5. Subscription methods, supporting documents, and subscription payment methods for the existing Trust Unitholders entitled to subscribe the Trust Units in the fourth capital increase

5.1 Subscribe by filing out the subscription form (hard copy)

5.5.1 Supporting documents for subscription

- (1) Subscription form: the subscriber shall correctly, completely and clearly fill out the details in the subscription form and affixed with the subscriber's signature. In the case of a juristic person, the form shall be signed by the authorized signatories of juristic person with the company's seal affixed (if any);
- (2) Subscription certificate (if any) issued by Thailand Securities Depository Co., Ltd. ("TSD");

- (3) Copy of the evidence of payment;
- (4) In the case where the subscriber does not open an account with the lead underwriter and/or has yet to pass Know Your Customer & Customer Due Diligence (KYC/CDD), the subscriber must pass the KYC/CDD with the details completely, correctly, and clearly filled out, and affixed with the subscriber's signature, and submit the same to the lead underwriter to be used as a supporting document of the subscription form;
- (5) Suitability Test for Individual Investor Form, or Suitability Test for Juristic Investor Form (as the case may be) (in the case where the subscriber never conducted risk assessment, or the Suitability Test made with the lead underwriter is more than 2 years prior to subscription);
- (6) FATCA/CRS Self-Certification Form for Individual Customer wishing to deposit securities into the Issuer Account or FATCA/CRS Self-Certification Form for Entity/Juristic Person Customer wishing to deposit securities into the Issuer Account (as the case may be) (in the case where the subscriber wishes to use the service of TSD to deposit securities in the securities issuer's account no. 600);
- (7) Certified true copy of the first page of bank account passbook: in the case where the subscriber wishes to receive subscription refund by having it transferred into a bank account, provided the bank account name must be in line with that of the subscriber; and
- (8) Certified true copy of document of identity (as the case may be) as follows:

Individual person subscriber with Thai nationality:

- A certified true copy of valid identification card, which is not yet expired, with a signature which must be the same as the signature signed on every document relating to the subscription, or if the identification card is not available, a certified true copy of house registration presenting the 13-digit identification number or a certified true copy of any other official document specified the 13-digit identification number
- A certified true copy of document or evidence on the change of name or surname (if any)
- In case the subscriber is a minor without an identification card, a copy of the birth certificate shall be attached together with a copy of valid identification card of the person exercising parental power (father/mother or legal representative) or legal guardian and a copy of the minor's house registration, as certified a true copy thereof and with a consent from the person exercising parental power (father/mother or legal representative) or legal guardian, and any other evidence to prove the capacity to subscribe the Trust Units under laws.

- In case the subscriber is a minor with an identification card, a copy of valid identification card of the minor shall be attached together with a copy of valid identification card of the person exercising parental power (father/mother or legal representative) or legal guardian and a copy of the minor's house registration, as certified a true copy thereof and with a consent from the person exercising parental power (father/mother or legal representative) or legal guardian, and any other evidence to prove the capacity to subscribe the Trust Units under laws).

Juristic person or institutional subscriber registered in Thailand:

- A copy of the affidavit or certification document issued by the Ministry of Commerce not exceeding 3 months prior to the subscription date, as certified a true copy thereof by its authorized signatories with the company's seal affixed (if any)
- A certified true copy of identification card, alien certificate or passport of the authorized signatories (as the case may be), with a signature which must be the same as the signature signed on every document relating to the subscription.

Juristic person or institutional subscriber registered overseas:

- A copy of the affidavit or certificate of incorporation, memorandum of association, articles of association and certification letter issued not exceeding 3 months prior to the subscription date, as certified a true copy thereof by its authorized signatories with the company's seal affixed (if any)
- A copy of valid identification card, official identification card or state enterprise identification card of the authorized signatories (in case if the 13-digit identification number is not available on the official identification card or state enterprise identification card, a certified true copy of house registration presenting the 13-digit identification number shall be attached).
- In case if the authorized signatories of juristic person are not Thai, a certified true copy of valid alien certificate or passport of the authorized signatories, which is not yet expired (as the case may be) shall be attached.
- Certified true copy of the aforementioned supporting documents must be notarized by a notary public and authenticated by an official of the Thai Embassy or the Thai Consulate in the country where such documents were prepared or certified, and issued not exceeding 3 months prior to the subscription date.

Juristic person or institutional subscriber with an appointment of the Custodian to proceed with the subscription on its behalf

- A copy of the subscriber's power of attorney appointing the Custodian to proceed with the subscription on its behalf with a copy of the grantor's documents, provided that such documents shall be certified a true copy thereof by the authorized signatories of the subscriber or the Custodian (as the case may be), with the company's seal affixed (if any), together with a certified true copy of valid identification card, alien certificate, or passport (as the case may be) of the Custodian's authorized signatories (as the case may be).

The subscriber authorizes other person to subscribe for the Trust Units on his/her behalf (for existing Trust Unitholders who are individuals and juristic persons, WHAID, and/or WHAID's associated persons, individual subscriber under the discretion of the lead underwriter who are not institutional investors):

- If the subscriber does not wish to subscribe for the Trust Units him/herself, the subscriber could authorize other person to do so at the office of the lead underwriter, and make payment in accordance with the specified methods. In this regard, the authorization could only be made only by the subscriber who had been through the KYC/CDD with the lead underwriter. The subscriber granting authorization and the grantee must sign their signatures in the power of attorney, with THB 30 stamp duty affixed, attached with a certified true copy of valid identification card of both the grantor and the grantee, including the subscription form completely, correctly, and clearly filled out with the signature of the subscriber granting authorization.

In this regard, in the case where the subscriber who had never been through the KYC/CDD with the lead underwriter, the subscriber must subscribe for the Trust Units personally at the branches of the lead underwriter only, and make payment in accordance with the specified methods.

5.1.2 Details on the subscription payment method:

1) For individual person, juristic person, and institutional investor who have not submitted the bookbuilding form:

The subscriber must make the subscription payment at the maximum offering price, which is at THB 6.60 per Trust Unit, by the following methods:

- If the subscription is made **between 18 November 2024 and 12.00 hrs. of 21 November 2024**, the subscription payment can be made:
 - (1) in cash, by wire transfer, or money transfer via the BAHTNET system at any branch of Kasikornbank Public Company Limited; or

- (2) by cheques, cashier's cheques (namely "bank's cheques"), or drafts which must be dated within 21 November 2024, and collectible from a clearing house in Bangkok within 1 business day only. In this regard, the payment made by cashier's cheques, or drafts must be crossed and made A/C payee only to:

“บัญชีของชื่อหน่วยทรัสต์ WHAIR” or
“Subscription Account for WHAIR”
with the contact name, surname, and telephone number provided
on the back

- If the subscription is made **after 12.00 hrs. of 21 November 2024**, the subscription must be made in cash, by money transfer via the BAHTNET system only.

The subscriber shall be responsible for all fees incurred from the fund transfer or collection of cheques (if any).

2) For institutional investors who have submitted the bookbuilding form:

The subscriber must make the subscription payment at the final offering price, by the following methods:

- If the subscription is made **between 26 November 2024 and 12.00 hrs. of 27 November 2024**, the subscription payment can be made:
 - (1) in cash, by wire transfer, or money transfer via the BAHTNET system at any branch of Kasikornbank Public Company Limited; or
 - (2) by cheques, cashier's cheques (namely "bank's cheques"), or drafts which must be dated within 27 November 2024, and collectible from a clearing house in Bangkok within 1 business day only. In this regard, the payment made by cashier's cheques, or drafts must be crossed and made A/C payee only to:

“บัญชีของชื่อหน่วยทรัสต์ WHAIR” or
“Subscription Account for WHAIR”
with the contact name, surname, and telephone number provided
on the back

- If the subscription is made **after 12.00 hrs. of 27 November 2024**, the subscription must be made in cash, by money transfer via the BAHTNET system only.

The subscriber shall be responsible for all fees incurred from the fund transfer or collection of cheques (if any).

5.2 Online subscription

A subscriber who wishes to subscribe via the online system “K-My Invest” of Kasikornbank Public Company Limited must be a Thai individual person with at least 20 years of age but not over 80 years who has registered for the K PLUS service of Kasikornbank Public Company Limited and has completed the Know Your Customer & Customer Due Diligence (KYC/CDD) procedure and the risk profile assessment (Suitability Test) in accordance with the procedure set out by the lead underwriter prior to the subscription. In the event that the subscriber’s result of Suitability Test is not suitable for the subscription of Trust Units for this subscription, the subscriber must affirm their intention to subscribe for the Trust Units and affirm as the subscriber that the issuer and/or the lead underwriter of Trust Units shall not be held liable for any future damage from investments in the Trust Units in any and all respects. In addition, the subscribers must affirm the transactions that they have read and understood the information about the offering of Trust Units in the Executive Summary or the Fact Sheet or the Prospectus; accepted the risks from investment and agree to be bound by the Executive Summary or the Fact Sheet or the Prospectus prior to the submission of subscription via the online system.

The subscribers who wish to subscribe via the lead underwriter’s online system must review and revise their personal information, fill in the subscription information and verify the accuracy and completeness thereof by themselves every time before confirming the investment, however, they are neither required to fill in and sign the subscription form of Trust Units nor attach any supporting documents to the subscription or a copy of the bank account’s passbook of the investors opened with Kasikornbank Public Company Limited.

The subscribers who subscribe via the lead underwriter’s online system must make a payment via K PLUS service immediately after subscribing for the Trust Units via online system, whereby the subscription will be completed upon a one-time payment of subscription fee is made in full amount by the subscriber, then the subscriber will receive an evidence of subscription confirmation in accordance with the procedure and the maximum daily transfer limit as set out by Kasikornbank Public Company Limited. The subscribers who wish to subscribe and make the payment beyond the limit may proceed at the branches of underwriter or its departments offering subscription service.

The conditions and procedure of this online subscription are subject to the terms and conditions of the online subscription service via K-My Invest of Kasikornbank PCL for the subscribers who wish to subscribe via the lead underwriter’s online system. The agreement, terms and conditions are subject to the lead underwriter’s discretion.

The lead underwriter shall proceed with the online subscription as follows:

- The online subscription shall be strictly and adequately supervised and be able to verify the subscriber’s identity by the verification via Mobile Application - K PLUS;
- The Executive Summary or the Fact Sheet for the Trust Units shall be available on the online system; and

- The maximum offering price, minimum subscription amount, the multiple of subscription amount, and the statement indicate that the subscriber may download the Prospectus from the website of the Office of the SEC at www.sec.or.th to study further details of the offering of Trust Units for this subscription before subscribing for the Trust Units shall be specified.

The lead underwriter reserves the right to reject the subscription of Trust Units from minors and legal guardians exercising the right to subscribe on their behalf via the online system.

In addition, the lead underwriter reserves the right to stipulate additional terms and conditions for the subscriber who subscribes via the lead underwriter's online system to comply with relevant notifications of the office of Securities and Exchange Commission and the Capital Market Supervisory Board which the lead underwriter shall publicly announce such additional terms and conditions for information of general investors who wish to subscribe for the Trust Units on a later date.

5.3 Subscription via recorded call:

A subscriber who wishes to subscribe via recorded call may subscribe with the lead underwriter's investment consultant, provided that the subscriber must also subscribe to the KBank Private Banking service for consent to make telephone transactions, sign a letter of consent to a savings account direct debit by Kasikornbank Public Company Limited, and has completed the Know Your Customer & Customer Due Diligence (KYC/CDD) procedure and the risk profile assessment (Suitability Test) of the lead underwriter within a period of not exceeding 2 years prior to the subscription via recorded call. The lead underwriter shall strictly and adequately supervise the subscription via recorded call, while the subscribers shall certify that they have studied the information about the offering of Trust Units in the Prospectus or the Executive Summary or the Fact Sheet, and agreed to be bound thereby. The subscribers are not required to attach any supporting documents to the subscription. In any case, the lead underwriter shall proceed with the subscription as follows:

- The lead underwriter's investment consultant shall keep the subscriber via recorded call informed about the maximum offering price, payable amount, procedure to deposit the Trust Units, payment method, and payment date, and the subscriber may study further details of the offering of Trust Units from the Prospectus on the website of the Office of the SEC at www.sec.or.th;
- The lead underwriter's investment consultant shall verify the identity of the subscriber via recorded call including the identification number, date of birth, or name of the investment consultant, etc.; and
- The subscribers shall certify verbally that they have studied the information about the offering of Trust Units in the Prospectus, the Executive Summary or the Fact Sheet, and agreed to be bound by such Prospectus.

Upon a receipt of confirmation together with details of the subscription via recorded call, the lead underwriter's investment consultant must record such subscription via the system provided by the lead underwriter, whereby the information of subscription made via recorded call, name of the investment consultant, and the record date and time of the subscription will be displayed on the system.

6. Subscription payment refund

The offeror will refund the subscription payment to the subscriber in the following cases subject to the specified conditions:

- 1) The subscriber is not allocated with the Trust Units, or the REIT Manager exercise its rights to refuse the allocation of Trust Units, whether in whole or in part;
- 2) The final offering price is lower than the maximum price to be offered for sale;
- 3) The subscriber is allocated with the Trust Units in the number less than that he/she subscribed for;
- 4) The subscriber is not allocated with the Trust Units due to failure to collect the subscription payment from a cheque; or
- 5) There is a cancellation of the offering for sale of Trust Units.

Each underwriter who accepts the subscription will refund the subscription payment without any interest and/or damage by any means, i.e., the lead underwriter will refund the subscription payment by wire transfer into a bank account (provided the subscriber is required to submit a copy of the bank passbook affixed with the subscriber's signature) within 7 business days, or by cheque made payable to the subscriber sent via registered mail within 10 business days from the end of the subscription period, the end of the cancellation of subscription period, or the date on which the fact causing the cancellation of the offering occurs (as the case may be). In this regard, the refund will be subject to the period and procedures set by the Association of Thai Securities Companies. The subscriber will be responsible for cheque collection fee in case of different clearing houses or different banks (if any). In this regard, in the case of failure to refund the subscription payment within the specified time due to the fault attributable to the lead underwriter, the lead underwriter will have the duty and responsibility to deliver such money, and pay interest to the subscriber at the rate of 7.50 per annum calculated based on the amount of subscription payment with respect to the Trust Units which are not allocated, from the date on which the required time is lapsed until the date on which the refund is made in full in accordance with the said procedures. However, in any case, if the subscription payment is duly transferred through the bank account of the subscriber or the cheque thereof is duly sent via registered mail to the address specified in the subscription form, it shall be deemed that the subscriber has duly received the money, and the subscriber shall be no longer entitled to claim for any interest or damage therefrom.

In this regard, in the case of any error in transferring the money into the bank account of the subscriber or the cheque is lost in the delivery which is not from the fault of the lead underwriter, for example, the subscriber's information (for example, name or address of the subscriber) given in the subscription form submitted to the lead underwriter is not clear or

incomplete, not accurate or not up-to-date, the lead underwriter will not be responsible for such error.

Should you require any further information, please contact:

Kasikornbank Public Company Limited

400/22 Kasikornbank Building,

Phahol Yothin Road,

Sam Sen Nai Subdistrict, Phaya Thai District, Bangkok 10400

Ms. Sasipa Thongchai/ Ms. Nathapat Koonklang

Tel: 02-562-6429/ 02-867-4837

7. Objective of the capital increase

To invest in the following additional assets by using the fund from the offering of additional Trust Units, loans, and parts of the security deposits of leases and services received by WHAIR from its tenants in order to increase the source of income and contribute returns to the Trust Unitholders:

Details of the additional investment assets	:	1)	Leasehold right of 4 units of detached building factory with a total building area of approximately 13,416 square meters;
		2)	Leasehold right of 4 units of attached building factory with a total building area of approximately 18,668 square meters; and
		3)	Leasehold right of 2 units of warehouse with a total building area of approximately 8,088 square meters.

8. Benefits to WHAIR from the allotment of additional Trust Units

The REIT Manager forecasts that after the investment in additional assets for this subscription, WHAIR will have more assets, which would contribute to a diversification of investment risks, as well as an incremental benefit from new assets to be invested. Additionally, the increasing number of Trust Units of WHAIR would contribute to a higher trading liquidity on the Stock Exchange of Thailand.

9. Distribution policy and restrictions

9.1 The REIT Manager will make distribution payments to the Trust Unitholders at the rate of not less than 90% of the adjusted net profit in an accounting period, whereby the distribution payable to the Trust Unitholders shall be divided into the Year-End Distribution and the Interim Distribution (if any) of each quarter. The REIT Manager would make the distribution payments to the Trust Unitholders not exceeding 4 times per an accounting period, except in the event of capital increase of WHAIR, where the distribution payments may be made more than four 4 times per an accounting period for the benefit of the existing Trust Unitholders (the distribution payments shall

be paid in the first accounting period of WHAIR if WHAIR has sufficient profit to make the distribution payments in such accounting period).

In any case, the adjusted net profit hereunder shall mean the net profit adjusted with specific reserves for the following purposes:

- (a) Repair, maintenance, or improvement of WHAIR's immovable properties according to the plan clearly specified in the Registration Statement and the Prospectus, the Annual Registration Statement, the Annual Report, or as the REIT Manager has notified the Trust Unitholders in advance;
- (b) Repayments of loans or liabilities incurred from WHAIR's loans in the amount of limit as specified in the Registration Statement and the Prospectus or the Annual Registration Statement, the Annual Report, or as the REIT Manager has notified the Trust Unitholders in advance; and
- (c) Distribution payments to Trust Unitholders of the type that gives the right to receive distributions or proceeds from capital decrease in the first order (if any).

In considering the distribution payments to the Trust Unitholders, the REIT Manager shall take into account the necessity of maintaining an appropriate level of cash for WHAIR, in accordance with the guidelines set by the Office of the SEC. The REIT Manager shall not obtain a loan to make any distribution payments to the Trust Unitholders.

In the event that WHAIR is unable to make distribution payments to the Trust Unitholders as specified in the first paragraph of this Clause 9.1, the REIT Manager and the Trustee must clarify the reasons and necessity to the Office of the SEC according to the guidelines set by the Office of the SEC, as well as disclose such information to the Trust Unitholders through the channels and within the timeframe specified in the Trust Deed.

9.2 In case WHAIR still has an accumulative loss, the REIT Manager shall not make any distribution payments to the Trust Unitholders.

9.3 If a distribution payment is made to the Trust Unitholders in each accounting period, the REIT Manager shall make an announcement of the distribution payment to the Trust Unitholders and the closing of the register book of Trust Unitholders being entitled to such distribution, as well as to proceed with the distribution payments to those Trust Unitholders within the following period:

- Year-End Distribution

The REIT Manager shall make a year-end distribution payment within ninety (90) days from the end of fiscal year and shall distribute within thirty (30) days from the book closing date of Trust Unitholders to determine the right of those Trust Unitholders eligible to such distribution.

Additional Conditions:

Except for the distribution payment for the first fiscal year, the determination of the annual distribution payment rate shall be at the discretion of the REIT Manager. If the distribution to be declared per Trust Unit during any fiscal year is less than or equal to THB 0.10 (zero point one zero Baht), the REIT Manager reserves the right not to make the distribution payment at that time and to accumulate such distribution to be paid together with the distribution payment in the next round. In any case, these conditions shall not conflict with Clause 9.1.

- Interim Distribution

The REIT Manager shall make an interim distribution payment (if any) within ninety (90) days from the end of the performance review period before the distribution payment and shall distribute within thirty (30) days from the book closing date of Trust Unitholders.

Additional Conditions:

In considering the payment of interim distributions, the determination of the distribution rate shall be at the discretion of the REIT Manager. If the distribution to be declared per Trust Unit during any quarter is less than or equal to THB 0.10 (zero point one zero Baht), the REIT Manager reserves the right not to make the distribution at that time and to accumulate such distribution to be paid together with the distribution in the next round.

With respect to the policy for such distribution payments, the REIT Manager shall proceed in accordance with the provisions of this agreement, except in cases where the Office of the SEC and/or any other legally authorized entity amends, modifies, supplements, announces, mandates, orders, approves, and/or grants exemptions otherwise. In such cases, the REIT Manager shall comply accordingly.

9.4 Distribution payments to the Trust Unitholders shall be in accordance with the following criteria:

- The Trust Unitholders eligible for the distribution shall be those Trust Unitholders whose names appear in the register book of Trust Unitholders of WHAIR as at the book closing date for the purpose of distribution payment, and in proportionate to the rate of trust unitholding ratio of each Trust Unitholder. If it appears that any one person or a group of persons holds the Trust Units of WHAIR beyond the rate as prescribed in notifications of the SEC, such person or group of persons shall not be eligible for the distribution from those portions of Trust Units in excess of the ratio as prescribed therein.
- The REIT Manager shall announce the payment of distributions on the closing date of the register book of Trust Unitholders according to the period prescribed by law to determine the entitlement to distributions and the rate of

distributions through the Stock Exchange of Thailand's information disclosure system and may announce by any of the following methods:

- Notifying the Trust Unitholders whose names appear in the register book of Trust Unitholders of WHAIR as at the book closing date in writing; or
 - Posting an announcement in an open area at every office of the REIT Manager; or
 - Making an announcement on the REIT Manager's website; or
 - Making an announcement on at least 1 newspaper.
- The REIT Manager shall proceed with the deduction of withholding tax as prescribed by law for the distributions paid to each type of Trust Unitholders.
 - The REIT Manager shall arrange for the payment of distributions by crossed checks made payable to the Trust Unitholders and sent by post to the address specified by the Trust Unitholders in the subscription form of Trust Units or by making a deposit into the Trust Unitholders' accounts as informed, whereby the Trust Unitholders shall be responsible for any fees and expenses incurred in the fund transfers and exchange rate risk (if any), which shall be deducted by the REIT Manager from the payable amount.
 - In the event that the Trust Unitholders fail to exercise their right to claim any distributions within the statute of limitations for claims under the Civil and Commercial Code, such amount shall become the property of WHAIR, and the REIT Manager shall not utilize such distributions for any purpose other than for the benefits of WHAIR.

9.5 Restrictions on the entitlement to distributions and management of distributions

- The Trust Unitholders or their associated persons who hold Trust Units exceeding the rate or not in accordance with the criteria specified in the Notification No. TorChor. 49/2555, the Notification No. KorRor. 14/2555 and the Notification No. SorChor. 29/2555, as the case may be, are subject to restrictions on the entitlement to distributions, whereby the Trust Unitholders or their associated persons shall be entitled to the distributions only in proportion to the trust unitholding ratio at the rate prescribed in the Notification No. TorChor. 49/2555, the Notification No. KorRor. 14/2555 and the Notification No. SorChor. 29/2555, as the case may be, and the REIT Manager shall arrange for the calculation of the number of Trust Units that each Trust Unitholder in that group of persons is entitled to receive the distributions of each Trust Unitholder by applying a pro-rata basis as the basis for calculating the payment of distributions.
- In this regard, unless the Office of the SEC announces, orders, or grants other relaxations, the distributions that cannot be paid to such Trust Unitholders shall be distributed to other Trust Unitholders in proportion to their trust unitholding ratio, and the REIT Manager shall consider allocating such distributions to the eligible Trust Unitholders at that time or at another time.

(-Translation-)

10. Any other details necessary for supporting the consideration to invest in the Trust Units

-None-

Part 2: Basic Information of WHAIR

1. Name and address of WHAIR

REIT Name (Thai)	ทรัสต์เพื่อการลงทุนในสิทธิการเช่าอสังหาริมทรัพย์ฉบับลิวเอชเอ อินดัสเตรียล
REIT Name (English)	WHA Industrial Leasehold Real Estate Investment Trust
Address	SCB Asset Management Co., Ltd. No. 18, Building 1, SCB Park Plaza 1, 7-8 th Floor Ratchadapisek Road, Chatuchak Subdistrict, Chatuchak District, Bangkok 10900
Telephone	02 949 1500
Fax	02 949 1501

2. Type of business and nature of business operation

The objective of investment in Additional Investment Assets No. 5 is to create an appropriate and long-term sustainable rate of return on investment for the Trust Unitholders with the REIT Manager's strategies to procure for benefits as follows:

- For the asset management, the REIT Manager will monitor the performance of WHAIR in each year by comparing with the annual budget and the past performance of WHAIR in order to enable WHAIR to earn profit from operation. In case of a failure of the performance of WHAIR to meet the goals set out, the REIT Manager will analyze the causes and will improve and develop an action plan in collaboration with the Property Manager in order to achieve the expected target;
- Appropriate determination of rental rate;
- Improvement of operational efficiency including controls on the operating costs; and
- Potential enhancement of assets to be invested in by WHAIR by means of the maintenance of project area and the image improvement of properties.

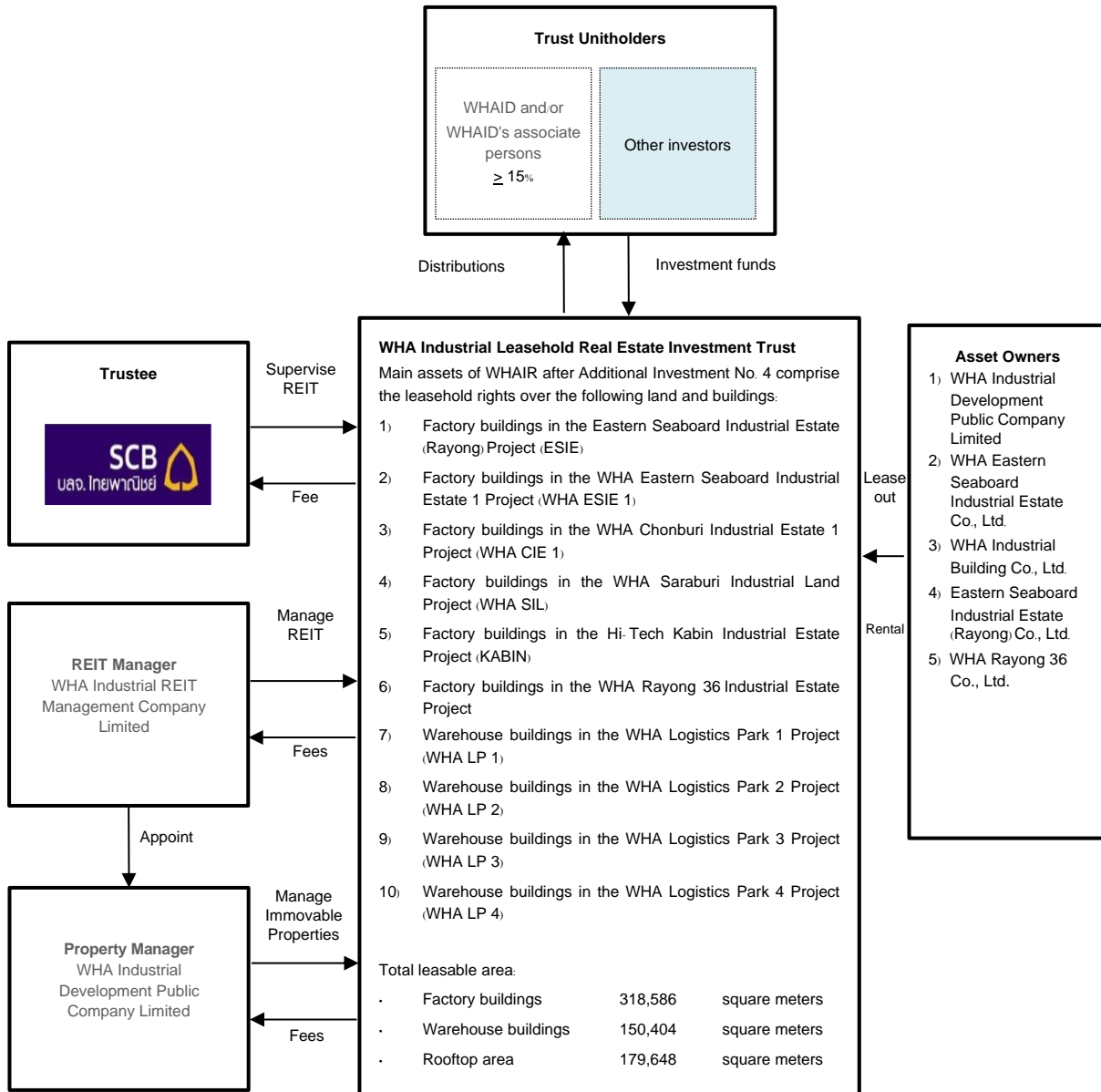
WHAIR, by the Trustee, will be the holder of leasehold right in Additional Investment Assets No. 5 after the investment in assets. WHAIR has a policy to procure for benefits from Additional Investment Assets No. 5 by letting to tenants, whereby the REIT Manager shall appoint WHAID to act as the Property Manager of Additional Investment Assets No. 5 to manage and procure for benefits from 1) Leasehold right of 4 units of detached building factory with a total building area of approximately 13,416 square meters, 2) 4 units of attached building factory for rent with a total building area of approximately 18,668 square meters, and 3) 2 units of warehouse with a total building area of approximately 8,088 square meters. WHAID shall engage in the property management by procuring for benefit of the properties from the letting of its area in accordance with the REIT Manager's policies, coordinating and facilitating the tenants, collecting the rental and remitting to WHAIR, and maintaining and repairing the properties of WHAIR in a good condition to be available for the procurement of benefits.

In this regard, WHAIR will directly enter into lease agreements with the tenants in compliance with the requirements of the SEC or those agencies having authorities. Such agreements will be standardized with similar terms and conditions among the tenants.

From the nature of benefit procurement as mentioned above, the revenue and cash flow that WHAIR will receive from investing in the Additional Investment Assets No. 5 are the rental revenue from land and buildings, and the service fees from factory and warehouse leasing, whereby the tenants will use such buildings for their own businesses and WHAIR will collect the rental and service fees from such rents by directly entering into lease agreements for factory and warehouse buildings with the tenants.

WHAIR’s Structure after Additional Investment Assets No. 5

The structure of WHAIR after Additional Investment Assets No. 5 is as illustrated as follows:



3. Information of the REIT Manager, Trustee, Property Manager and top 10 Major Trust Unitholders

3.1 Information of the REIT Manager

Company name	WHA Industrial REIT Management Company Limited
Company address	777 WHA Tower, Room 2206A, 22 nd Floor, Moo 13, Debaratna Road (Bang Na-Trad) Km.7, Bang Kaew Subdistrict, Bang Phli District, Samut Prakan Province
Telephone	02 719 9557
Fax	02 719 9553

3.2 Information of the Trustee

Company name	SCB Asset Management Company Limited
Company address	7-8 th Floor, SCB Park Plaza 1, 18 SCB Park Plaza 1, 7 th -8 th Floor Ratchadapisek Road, Chatuchak Subdistrict, Chatuchak District, Bangkok 10900
Telephone	02 949 1500
Fax	02 949 1501

3.3 Information of the Property Manager

Company name	WHA Industrial Development Public Company Limited
Company address	777 WHA Tower, 23 rd -25 th Floor, Moo 13, Debaratna Road (Bang Na-Trad) Km.7, Bang Kaew Subdistrict, Bang Phli District, Samut Prakan Province
Telephone	02 719 9555
Fax	02 719 9546 7

3.4 Information of the Top 10 Major Trust Unitholders (as at 27 August 2024)

No.	Name of the Trust Unitholder	Number of Trust Units	Trust Unitholding Ratio (approximate %)
1	WHA Industrial Development Public Company Limited	144,209,209	15.19
2	Southeast Life Insurance Public Company Limited	58,544,252	6.17
3	Allianz Ayudhya Life Assurance Public Company Limited	43,101,776	4.54
4	TMB EASTSPRING Property and Infrastructure Income Plus Flexible Fund	30,604,504	3.22
5	Dhipaya Life Assurance Public Company Limited	29,052,470	3.06
6	Krungthai-AXA Life Insurance Public Company Limited	13,897,697	1.46
7	Mrs. Nuchara Vayakornvichitr	13,108,300	1.38
8	Government Pension Fund	11,000,000	1.16
9	Mahidol University	10,708,123	1.13
10	Miss. Jareeporn Jarukornsakul	10,083,000	1.06
Total Top 10 Major Trust Unitholders		364,309,331	38.37
Minor Trust Unitholders		585,306,785	61.63
Total		949,616,116	100.00

4. **History of the capital increase and the distribution payment in the past 3 years**

4.1 History of the capital increase in the past 3 years

- On 27 December 2022, WHAIR invested in the Additional Investment Assets No. 4 at the total investment value amounting to THB 1,345,890,000 (exclusive of VAT and relevant fees) for the total leasable area of 48,186 square meters, located in Chonburi, Rayong, and Prachinburi provinces, using the sources of funds from the offering for sale of additional Trust Units and borrowings.

4.2 History of distribution payments in the past 3 years

No.	Performance Period	Book Closing Date	Payout Date	Distribution per Unit (Baht per Unit)
1	1 January 2021 to 31 March 2021	28 May 2021	25 June 2021	0.1738
2	1 April 2021 to 30 June 2021	23 August 2021	22 September 2021	0.1738
3	1 July 2021 to 30 September 2021	25 November 2021	23 December 2021	0.1738

(-Translation-)

No.	Performance Period	Book Closing Date	Payout Date	Distribution per Unit (Baht per Unit)
4	1 October 2021 to 31 December 2021	8 March 2022	30 March 2022	0.1738
5	1 January 2022 to 31 March 2022	27 May 2022	24 June 2022	0.1556
6	1 April 2022 to 30 June 2022	22 August 2022	19 September 2022	0.1556
7	1 July 2020 to 30 September 2020	22 November 2022	15 December 2022	0.1556
8	1 October 2022 to 20 October 2022	22 November 2022	15 December 2022	0.0338
9	21 October 2022 to 31 December 2022	14 March 2023	30 March 2023	0.1218
10	1 January 2023 to 31 March 2023	24 May 2023	22 June 2023	0.1369
11	1 April 2023 to 30 June 2023	22 August 2023	19 September 2023	0.1369
12	1 July 2023 to 30 September 2023	28 November 2023	20 December 2023	0.1369
13	1 October 2023 to 31 December 2023	6 March 2024	29 March 2024	0.1369
14	1 January 2024 to 31 March 2024	28 May 2024	24 June 2024	0.1372
15	1 April 2024 to 30 June 2024	27 August 2024	24 September 2024	0.1372

5. Information of Affiliated Company, Subsidiaries and Associated Company

-None-

Part 3: Comparative Financial Information of the Past 3 Years

The details of financial information according to the WHAIR's financial statements as audited and reviewed by PricewaterhouseCoopers ABAS Company Limited for the year ended 31 December 2021 to 31 December 2023 and the six-month financial statements ended 30 June 2024 can be summarized as follows:

Balance Sheet (Unit: Thousand Baht)	31 Dec 21 (Audited)	31 Dec 22 (Audited)	31 Dec 23 (Audited)	30 Jun 24 (Reviewed)
Assets				
Investments at fair value	11,378,886.05	12,819,300.99	12,664,422.13	12,664,422.13
Cash and cash equivalents	339,645.05	454,074.60	367,852.67	383,000.68
Accounts receivable and other receivable – net	11,327.39	12,515.52	28,003.42	23,596.89
Prepaid expenses	16,762.20	17,626.85	22,119.89	24,351.73
Deferred expenses	13,348.74	1,978.17	-	-
Deferred income from operating lease agreements	9,756.74	11,192.11	23,755.10	23,138.78
Refundable VAT	485.40	1,617.70	564.51	505.25
Other assets	1,211.39	2,347.73	2,605.75	2,549.02
Total Assets	11,771,422.95	13,320,653.68	13,109,323.46	13,121,564.48
Liabilities				
Unearned rental and service income	9,029.53	12,414.17	14,943.73	10,582.41
Deposits received from customers	197,363.59	220,541.91	238,825.63	230,934.30
Borrowing from financial institution - net	3,730,215.44	4,355,659.51	4,334,212.82	4,339,511.51
Accrued expenses	28,964.61	76,028.35	33,340.49	24,714.50
Other liabilities	13,758.31	81,385.60	12,830.18	13,462.10
Total Liabilities	3,979,331.48	4,746,029.54	4,634,152.85	4,619,204.82
Net Assets	7,792,091.47	8,574,624.14	8,475,170.61	8,502,359.67
Net assets represented by				
Capital from the Trust Unitholders	7,024,554.63	7,790,286.99	7,790,286.99	7,790,286.99
Retained earnings	767,536.84	784,337.15	684,883.61	712,072.67
Net Assets	7,792,091.47	8,574,624.14	8,475,170.61	8,502,359.66
Net assets value per unit (Baht)	9.2748	9.0295	8.9248	8.9534
Total number of Trust Units sold as at the end of period (trust units)	840,134,116	949,616,116	949,616,116	949,616,116